

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF WISCONSIN
GREEN BAY DIVISION**

UNITED STATES OF AMERICA and)
THE STATE OF WISCONSIN,)
)
 Plaintiffs,)
 v.) Civil Action No. 10-C-910
)
)
NCR CORPORATION,)
APPLETON PAPERS INC.,)
BROWN COUNTY,)
CITY OF APPLETON,)
CITY OF GREEN BAY,)
CBC COATING, INC.,)
GEORGIA-PACIFIC CONSUMER PRODUCTS LP,)
KIMBERLY-CLARK CORPORATION,)
MENASHA CORP.,)
NEENAH-MENASHA SEWERAGE COMMISSION,)
NEWPAGE WISCONSIN SYSTEMS, INC.,)
P.H. GLATFELTER CO.,)
U.S. PAPER MILLS CORP., and)
WTM I COMPANY,)
)
 Defendants.)

DECLARATION OF EVAN B. WESTERFIELD

I, Evan B. Westerfield, declare as follows:

1. I am an attorney duly licensed to practice law in the State of Illinois. I am a partner at the law firm of Sidley Austin LLP and represent NCR Corporation in the above captioned action. I have personal and first-hand knowledge of each of the matters set forth herein, and, if called and sworn as a witness, I can and will testify competently thereto. The contents of this declaration are true and correct to the best of my knowledge, information and belief.

2. I submit this declaration in support of NCR Corporation's Local Rule 7(h) Expedited, Non-Dispositive Motion for Reconsideration of the Court's Decision and Order on NCR's Motion to Present Expert Evidence to Explain and Interpret the Administrative Record.

3. Attached hereto as **Exhibit A** is a true and correct copy of the Expert Report of Jeffrey Zelikson, dated September 5, 2012.

I declare under penalty of perjury that the foregoing is true and correct.

/s/ Evan B. Westerfield

Evan B. Westerfield

September 6, 2012